

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF MISSISSIPPI
GREENVILLE DIVISION**

SURFER INTERNET BROADCASTING
OF MISSISSIPPI, LLC,

Plaintiff,

v.

Civil Action No. 4:07cv34-M-B

XM SATELLITE RADIO INC., and
SIRIUS SATELLITE RADIO INC.,

Defendants.

MOTION TO WITHDRAW AS COUNSEL

Movants, The Scruggs Law Firm and all partners and employee attorneys who have entered an appearance herein, respectfully move to withdraw as co-counsel of record for the Plaintiffs, and in support thereof would show the following:

1. Plaintiffs are presently represented by **WARD & OLIVO, POVALL & JEFFREYS, P.A., MONTS & WARE, L.L.P., McKOOL SMITH, P.C., and LANGSTON LAW FIRM** who will continue to serve as counsel for Plaintiffs.

2. The Scruggs Law Firm wishes to withdraw based on MRPC Rules 1.16(b)(3), 1.16(b)(5), and 1.16(b)(6), which state in part that "a lawyer may withdraw from representing a client if ... good cause for withdrawal exists."

3. Other attorneys involved in this cause will continue to represent the Plaintiffs in regards to their claims and are, or will be, in receipt of all Plaintiffs' files and such withdrawal will not hinder nor harm the Plaintiffs' or Defendants' positions.

WHEREFORE, PREMISES CONSIDERED, The Scruggs Law Firm and all partners and employee attorneys who have entered an appearance herein, move for an Order granting Movants' motion for withdrawal of representation as co-counsel for Plaintiffs herein, and providing that Movants are relieved of any further responsibility associated with the representation of this party in this case. Movants request such further general or specific relief to which they may be entitled.

Respectfully submitted, this the 19th day of December, 2007.

THE SCRUGGS LAW FIRM, P.A.
RICHARD F. SCRUGGS
DAVID ZACHARY SCRUGGS
DAVID W. SHELTON

/s/ Richard F. Scruggs
RICHARD F. SCRUGGS (MSB No. 6582)

/s/ Zach Scruggs
DAVID ZACHARY SCRUGGS (MSB No. 100011)

/s/ David W. Shelton
DAVID W. SHELTON (MSB No. 99675)

THE SCRUGGS LAW FIRM, P.A.
Richard F. Scruggs, MSB No. 6582
David Zachary Scruggs, MSB No. 100011
David W. Shelton, MSB No. 99675
120-A Courthouse Square P.O. Box 1136
Oxford, MS 38655
Telephone: (662)281-1212
Facsimile: (662)281-1312

OF COUNSEL:

John F. Ward, Esq.
E-mail: wardj@wardolivo.com
John W. Olivo, Jr., Esq.
E-mail: olivoj@wardolivo.com

WARD & OLIVO

708 Third Avenue
New York, New York 10017
Telephone: (212) 697-6262
Facsimile: (212) 972-5866

S. Todd Jeffreys, Esq/
State Bar No. 100042
E-mail: stjeffreys@bellsouth.net

POVALL & JEFFREYS, P.A.

215 North Pearman Avenue
P.O. Drawer 1199
Cleveland, Mississippi 38732
Telephone: (662) 843-9948
Facsimile: (662) 842-9957

Leslie D. Ware, Esq.
E-mail: lesware@airmail.net

MONTES & WARE, L.L.P.

1701 North Market Street, Suite 330
Dallas, Texas 75202
Telephone: (214) 744-5000
Facsimile: (214) 744-5013

Joseph C. Langston, Esq.
E-mail: jlangston@langstonlaw.com

William Monroe Quin, II, Esq.
E-mail: wquin@langstonlaw.com

LANGSTON LAW FIRM

PO Box 787
Booneville, MS 38829
Telephone: (662) 728-3138
Facsimile: (662) 728-1992

Mike McKool, Jr., Esq.
E-mail: mmckool@mckoolsmith.com

Sam Baxter, Esq.
E-mail: sbaxter@mckoolsmith.com

McKOOL SMITH, P.C.

300 Crescent Court, Suite 1500
Dallas, Texas 75201
Telephone: (214) 978-4000
Facsimile: (214) 978-4044

**ATTORNEYS FOR PLAINTIFF,
SURFER INTERNET BROADCASTING
OF MISSISSIPPI, LLC**

CERTIFICATE OF SERVICE

I hereby certify that I electronically filed the foregoing with the Clerk of the Court using the ECF system sent notification of such filing to the following counsel of record:

LeRoy Davis Percy
TOLLISON LAW FIRM, P.A.
P. O. Box 1216
Oxford, MS 38655-1216
Email: roy@tollisonlaw.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED

Alan D. Albright
FISH & RICHARDSON PC - Austin
111 Congress Avenue, Suite 810
Austin, TX 78701
Email: albright@fr.com
ATTORNEY TO BE NOTICED

Christopher O. Green
FISH & RICHARDSON PC - Atlanta
1180 Peachtree Street N.E., 21st Floor
Atlanta, GA 30309
Email: cgreen@fr.com
ATTORNEY TO BE NOTICED

Conor M. Civins
FISH & RICHARDSON PC - Austin
111 Congress Avenue, Suite 810
Austin, TX 78701
Email: civins@fr.com
ATTORNEY TO BE NOTICED

J. Scott Denko
FISH & RICHARDSON PC - Austin
111 Congress Avenue, Suite 810
Austin, TX 78701
Email: denko@fr.com
ATTORNEY TO BE NOTICED

Ruffin B. Cordell
FISH & RICHARDSON PC - DC
1425 K Street NW, 11th Floor
Washington, DC 20005
Email: cordell@fr.com
ATTORNEY TO BE NOTICED

J. Cal Mayo, Jr.
MAYO MALLETTE PLLC
428 North Lamar Boulevard
Post Office Box 1456
Oxford, MS 38655
Email: cmayo@mayomallette.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED

Paul Bowie Watkins
MAYO MALLETTE, PLLC
P.O. Box 1456
Oxford, MS 38655
Email: pwatkins@mayomallette.com
ATTORNEY TO BE NOTICED

Pope S. Mallette
MAYO MALLETTE, PLLC
P.O. Box 1456
Oxford, MS 38655
Email: pmallette@mayomallette.com
ATTORNEY TO BE NOTICED

Vito J. DeBari
KRAMER LEVIN NAFTALIS
& FRANKEL LLP
1177 Avenue of the Americas
New York, NY 10036
ATTORNEY TO BE NOTICED

This the 19th day of December, 2007.

/s/ Richard F. Scruggs
RICHARD F. SCRUGGS (MSB No. 6582)

/s/ Zach Scruggs
DAVID ZACHARY SCRUGGS (MSB No. 100011)

/s/ David W. Shelton
DAVID W. SHELTON (MSB No. 99675)